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September 26, 2003

Honorable Pat Miller, Director  
Tennessee Regulatory Authority  
460 James Robertson Parkway  
Nashville, TN 37238

Re: *Implementation of the Federal Communications Commission's  
Triennial Review Order (Nine-month Proceeding)*  
Docket No. 03-00491

Dear Director Miller:

We are in receipt of your Notice of Filing of Comments dated September 23, 2003, which you issued seeking comments on the appropriate definition of geographic "markets" for use in the upcoming state proceedings resulting from the FCC's Triennial Review Order ("TRO") by October 2, 2003. In that Notice, you also asked for comments addressing procedural and scheduling matters regarding the proceedings that will be held by the TRA pursuant to the FCC's TRO.

We appreciate the opportunity to comment on these matters. As you probably know, BellSouth and CompSouth jointly submitted to the Authority on September 10, 2003, a letter with a proposed schedule for necessary filings that would be needed and hearings that should be held, in order to complete this process in the next nine months. We hope that the TRA will utilize that schedule in laying out the schedule for the dockets the TRA opens to deal with matters raised by the TRO. In addition, we are near completion of an agreed upon Pre-Hearing Order to present to the TRA for its consideration which deals with matters such as Discovery, Confidentiality and Protective Agreements and Service of Pleadings and other filings.

As for comments regarding the appropriate definition or methodology for identifying those geographic markets that will be used in these proceedings, CompSouth and BellSouth respectfully request that you defer your request that the parties submit comments at this point on that topic. As you so rightly conclude, the definition of the appropriate market for the purpose of these proceedings is an

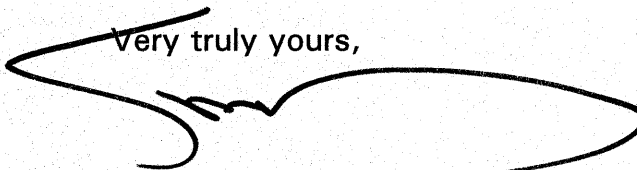
Honorable Pat Miller, Director  
September 26, 2003  
Page 2

important issue that the TRA will have to decide, but the parties have not had an opportunity to conduct the necessary discovery, or to otherwise collect the data that will be relevant to resolving that issue. Because of this, we respectfully request that you allow us to address this very important issue when we file our direct testimony in this case, which hopefully will be in accord with the proposed schedule that we submitted for the TRA's consideration. The parties believe that the granting of this request will not create any risk of delaying the resolution of this issue within the time constraints imposed by the TRO.

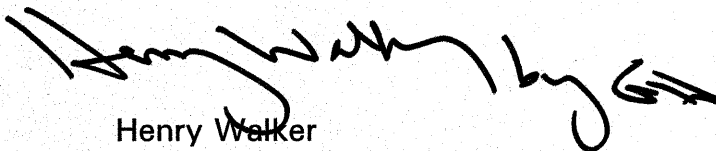
We appreciate this opportunity to address this issue and we hope that you will allow us this additional time to deal with the identification of the appropriate market definition. Once we have filed with the TRA our joint proposal for a Pre-Hearing Order, we would appreciate the opportunity at a pre-hearing conference to discuss that proposal with the TRA, as well as the matters addressed in our September 10<sup>th</sup> letter.

Mr. Henry Walker, counsel for CompSouth has authorized me to sign this letter on his behalf.

Very truly yours,

A handwritten signature in black ink, appearing to read "Guy M. Hicks", with a large, sweeping loop at the end.

Guy M. Hicks  
For BellSouth Telecommunications, Inc.

A handwritten signature in black ink, appearing to read "Henry Walker", with a stylized flourish at the end.

Henry Walker  
For CompSouth

## CERTIFICATE OF SERVICE

I hereby certify that on September 26, 2003, a copy of the foregoing document was served on the parties of record, via the method indicated:

☐ Hand  
☐ Mail  
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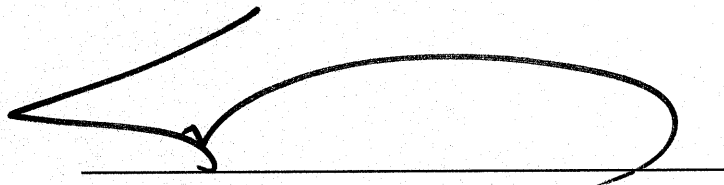
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A large, stylized handwritten signature in black ink, likely belonging to Nanette S. Edwards, is written over a horizontal line.